



**BOARD OF DIRECTORS**  
**OF**  
**FIRST SOLAR, INC.**  
**TECHNOLOGY COMMITTEE CHARTER**

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**I. PURPOSE OF THE TECHNOLOGY COMMITTEE**

The Technology Committee (the “Committee”) of the Board of Directors (the “Board”) of First Solar, Inc. (the “Company”) shall oversee the Company’s technology related strategies, processes, and programs. By working closely with Management members from the Technology, Manufacturing Operations, Manufacturing Engineering, Product and Quality & Reliability offices, the Committee will help ensure that technical risks are reasonably assessed while maintaining the Company’s quality and technological advantage in the industry.

**II. COMPOSITION**

The number of members and composition of the Committee shall be established by resolution of the Board. The members of the Committee shall be appointed by the Board from among its members upon recommendation of the Nominating and Governance Committee and shall be subject to removal by the Board. The determination of any member’s qualification to serve on the Committee shall be made by the Board upon the recommendation of the Nominating and Governance Committee.

**III. RESPONSIBILITIES AND DUTIES**

The responsibilities of the Committee include:

1. Review periodically technology, product, manufacturing operations and manufacturing engineering improvement programs.
2. Review on a regular basis (as determined by the Committee) with the Technology, Manufacturing Operations, Manufacturing Engineering, Product, Quality & Reliability, and other appropriate Management, the following:
  - a. The current state of product performance, quality, and reliability as measured through the appropriate metrics and previously established goals;
  - b. Actions and risks associated with any current shortfalls in product performance, quality, or reliability, including policies and processes for monitoring and mitigating such risks;
  - c. The status of ongoing and proposed technology development programs, with emphasis on results as measured against goals;
  - d. Benefits, risks and potential risk mitigation measures associated with the proposed technology development programs; and
  - e. Significant emerging safety, technology, product, manufacturing operations and manufacturing engineering issues, trends and regulations.



3. Review periodically the processes established by Management for product improvement, quality, performance and reliability, and change control.
4. Review as needed any proposed changes to the organizational structures that could significantly impact the management and/or responsibilities for product improvement, quality, performance or reliability.

Any matter which requires approval by or the recommendation of the Committee may be approved by the Board in lieu of the Committee.

#### **IV. STRUCTURE AND OPERATIONS**

One member of the Committee will be appointed by the Board as chair, upon recommendation of the Nominating and Governance Committee. The Committee shall meet in person or by video or telephonically with such frequency and at such times and places as may be determined by the Committee chair, with further actions to be taken by unanimous written consent, when deemed necessary or desirable by the Committee or its chair. A majority of the members shall constitute a quorum. A majority of the members present shall decide any matter brought before the Committee. The chair, with input from other members of the Committee and, where appropriate, management of the Company, shall set the agendas for Committee meetings.

The Committee may request that any directors, officers or other employees of the Company, any consultant, legal counsel or other similar advisor or any other persons whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information as the Committee requests. The Committee may exclude from its meetings any persons as it deems appropriate.

The Committee may form and delegate authority to subcommittees.

The Committee shall maintain minutes or other records of its meetings. Unless otherwise designated by the Committee, the Corporate Secretary of the Company, or an Assistant Corporate Secretary, will serve as secretary to the Committee.

The Committee shall give regular reports to the Board on its meetings. Reports to the Board may take the form of oral reports by the chairperson of the Committee or any other member of the Committee designated by the Committee to give such report.

Except as expressly provided in this Charter, the Company's Amended and Restated Bylaws or the Company's Corporate Governance Guidelines, or as required by law, regulation or Nasdaq Stock Market listing standards, the Committee shall set its own rules of procedure.